

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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SECURITIES INVESTOR PROTECTION CORPORATION,	: Adv. Pro. No. 08-01789 (SMB)
	:
Plaintiff,	:
v.	: SIPA Liquidation
	:
BERNARD L. MADOFF INVESTMENT SECURITIES LLC,	: (Substantively Consolidated)
	:
Defendant.	:
-----X	
In re	:
	:
BERNARD L. MADOFF,	:
Debtor.	:
-----X	
IRVING H. PICARD, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC,	: Adv. Pro. No. 10-05179 (SMB)
	:
Plaintiff,	:
v.	:
	:
LISELOTTE J. LEEDS LIFETIME TRUST and LISELOTTE LEEDS, as Trustee	:
	:
Defendants.	:
-----X	

NOTICE OF SUBSTITUTION OF COUNSEL AND PROPOSED ORDER

PLEASE TAKE NOTICE that the law firm of Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, shall be substituted in place of the law firm of Cooley LLP (as successor by merger to Dow Lohnes PLLC), 1299 Pennsylvania Avenue, NW, Suite 700, Washington, DC 20004, as counsel of record for defendants Liselotte J. Leeds Lifetime Trust and Liselotte Leeds, as Trustee, in this adversary proceeding. All notices given or required to be given in this adversary proceeding shall be given to and served upon the following:

KRAMER LEVIN NAFTALIS & FRANKEL LLP
1177 Avenue of the Americas
New York, New York 10036
Attn: Philip Bentley

Elise S. Frejka
Jason S. Rappaport
Telephone: (212) 715-9100
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Email: pbentley@kramerlevin.com
efrejka@kramerlevin.com
jrappaport@kramerlevin.com

PLEASE TAKE FURTHER NOTICE THAT the defendant Liselotte Leeds, as Trustee of the Liselotte J. Leeds Lifetime Trust, has knowledge of and consents to this substitution of counsel.

Dated: Washington, DC
February 20, 2014

Dated: New York, New York
February 20, 2014

COOLEY LLP

KRAMER LEVIN NAFTALIS & FRANKEL
LLP

By: /s/ Michael D. Hays
Michael D. Hays
The Warner Building
1299 Pennsylvania Avenue, NW
Suite 700
Washington, DC 20004
Telephone: 202.776.2711
Facsimile: 202.842.7899

By: /s/ Elise S. Frejka
Philip Bentley
Elise S. Frejka
Jason S. Rappaport
1177 Avenue of the Americas
New York, New York 10036
Telephone: 212.715.9100
Facsimile: 212.715.8000

Dated: New York, New York
_____, 2014

SO ORDERED:

HON. STEWART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

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In re	:
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BERNARD L. MADOFF,	:
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IRVING H. PICARD, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC,	: Adv. Pro. No. 10-05179 (SMB)
	:
Plaintiff,	:
v.	:
	:
LISELOTTE J. LEEDS LIFETIME TRUST and LISELOTTE LEEDS, as Trustee,	:
	:
Defendants.	:
-----X	

DECLARATION OF ELISE S. FREJKA

I, ELISE S. FREJKA declare as follows:

1. I am special counsel at the law firm of Kramer Levin Naftalis & Frankel LLP and a member of the Bar of this Court. Pursuant to Local Civil Rule 1.4 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I submit this declaration in support of the accompanying notice and proposed order substituting Kramer Levin Naftalis & Frankel LLP for Cooley LLP (as successor by merger to Dow Lohnes PLLC), as counsel for defendants Liselotte J. Leeds Lifetime Trust and Liselotte Leeds, as Trustee, in the above-captioned action. I also have read Local Bankruptcy Rule 2090-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York.

2. Defendant Liselotte Leeds, as Trustee of the Liselotte J. Leeds Lifetime Trust, has requested and consents to this substitution of counsel.

3. It is not expected that any delay or prejudice will result to any party in this proceeding from this substitution of counsel.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
February 20, 2014

By: /s/ Elise S. Frejka
Elise S. Frejka